

IN THE UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF PENNSYLVANIA

IN RE PAXIL ANTITRUST LITIGATION

STATE OF MARYLAND, et al.,

Plaintiffs,

v.

SMITHKLINE BEECHAM CORPORATION

And

SMITHKLINE BEECHAM PLC,

Defendants.

FILED MAR 31 2006

CIVIL ACTION NO. 06-1298

ORDER OF DISMISSAL

AND NOW, this 31<sup>st</sup> day of March, 2006, upon review of the

Settlement Agreement by and among the Parties, it is hereby ORDERED as follows:

1. The Court finds that the Settlement Fund is a "qualified settlement fund" as defined in section 1.468B-1(c) of the Treasury Regulations in that it satisfies each of the following requirements:

ENTERED

- (a) The Settlement Fund is established pursuant to an order of this Court and is subject to the continuing jurisdiction of this Court:

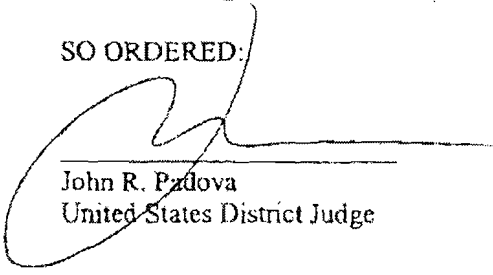
CLERK OF COURT

- (b) The Settlement Fund is established to resolve or satisfy one or more claims that have resulted or may result from an event that has occurred and that has given rise to at least one claim asserting liabilities, and

- (c) The assets of the Settlement Fund are segregated from other assets of GSK, the transferor of payments to the Settlement Fund, and the Settlement Administrator.
- 2. Under the "relation-back" rule provided under section 1.468B-1(j)(2)(i) of the Treasury Regulations, the Court finds that:
  - (a) The Settlement Fund met the requirements of paragraph 1(b) and 1(c) of this Order prior to the date of this Order approving the establishment of the Settlement Fund subject to the continued jurisdiction of this Court; and
  - (b) GSK and the Settlement Administrator may jointly elect to treat the Settlement Fund as coming into existence as a "qualified settlement fund" on the later of the date the Settlement Fund met the requirements of paragraphs 1(b) and 1(c) of this Order or January<sup>st</sup> 1 of the calendar year in which all of the requirements of paragraph 1 of this Order are met. If such relation-back election is made, the assets held by the Settlement Fund on such date shall be treated as having been transferred to the Settlement Fund on that date.
- 3. All claims in this action are DISMISSED WITH PREJUDICE. Each party is to bear its own costs.
- 4. Without affecting the finality of this Order of Dismissal, the Court retains continuing and exclusive jurisdiction over all matters relating to administration, consummation, enforcement and interpretation of the Settlement Agreement and of this Order of Dismissal, and for any other necessary purpose. All parties to the

Settlement Agreement are hereby deemed to have irrevocably submitted to the exclusive jurisdiction of this Court for any suit, action, proceeding or dispute arising out of or relating to the Settlement Agreement.

SO ORDERED:



John R. Padova  
United States District Judge